Gregg M. Galardi, Esq. Ian S. Fredericks, Esq. SKADDEN, ARPS, SLATE, MEAGHER & MCGUIREWOODS LLP FLOM, LLP One Rodney Square PO Box 636 Wilmington, Delaware 19899-0636 (804) 775-1000 (302) 651-3000

Dion W. Hayes (VSB No. 34304) Douglas M. Foley (VSB No. 34364) One James Center 901 E. Cary Street Richmond, Virginia 23219

- and -

Chris L. Dickerson, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP 155 North Wacker Drive Chicago, Illinois 60606 (312) 407-0700

Counsel to the Debtors and Debtors in Possession

> IN THE UNITED STATES BANKRUPTCY COURT FOR THE EASTERN DISTRICT OF VIRGINIA RICHMOND DIVISION

In re: Chapter 11 CIRCUIT CITY STORES, INC., : 1Case No. 08-35653 (KRH) <u>et al.,</u> Jointly Administered Debtors. :

ORDER PURSUANT TO BANKRUPTCY CODE SECTIONS 105(a) AND 365(a) AND BANKRUPTCY RULE 6006 AUTHORIZING REJECTION OF CERTAIN EXECUTORY CONTRACT WITH RYAN, INC.

Upon the motion (the "Motion") of the Debtors for entry of an order, under Bankruptcy Code sections 105(a) and 365(a) and Bankruptcy Rule 6006, authorizing the Debtors to reject that certain executory contract as set forth on the attached Exhibit A, including any amendments or

Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion.



modifications thereto and any and all attachments thereto (the "Contract"); and the Court having reviewed the Motion; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED that:

The Motion is GRANTED.

- The Contract is hereby rejected, effective January 28, 2010.
- 2. The counterparty to the Contract shall have until thirty (30) days from the date this Order is entered on the docket to file a proof of claim on account of any and all claims (as defined in the Bankruptcy Code) arising from or related to rejection of its Contract.
- 3. The requirement under Local Bankruptcy Rule 9013-1(G) to file a memorandum of law in connection with the Motion is hereby waived.
 - 4. The Court retains jurisdiction to hear and

determine all matters arising from or related to the implementation or interpretation of this Order.

Dated: Richmond, Virginia Mar II 2010 _, 2010

/s/ Kevin Huennekens

UNITED STATES BANKRUPTCY JUDGE

Entered on docket: Mar 12 2010

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq. SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP 155 North Wacker Drive Chicago, Illinois 60606 (312) 407-0700

- and -

_/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel to the Debtors and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1 (C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

__/s/ Douglas M. Foley
Douglas M. Foley

EXHIBIT A

(Executory Contract)

Counterparty	Title of Agreement	Date of Agreement	Counterparty Address 1	Counterparty Address 2	Counterparty City, State ZIP
Ryan, Inc., f/k/a Ryan & Company, Inc.	Letter Agreement	6/8/2005	Three Gallaria Tower, 13155 Noel Road	12th Floor, LB 72	Dallas, TX 75240

\10807991.1